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August 31, 2000

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Karen Gibson  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 323314

RE: Articles of Amendment to the Articles of Incorporation

Dear Ms. Gibson:

Enclosed please find the original Articles of Amendment to the Articles of Incorporation for the following six (6) companies:

1. Plumbing Management Systems, Inc.
2. Construction Systems of America, Inc.
3. Phase Masters, Inc.
4. Air Management Construction, Inc.
5. Conret, Inc.
6. Air Management Systems, Inc.

Also enclosed please find six (6) checks in the amount of \$35.00, representing the filing fee for the Articles of Amendment.

Should you have any questions in this regard, please do not hesitate to contact me.

Very truly yours,

*Stephanie L. Bandy*  
Stephanie L. Bandy

AMEND  
KLG  
9/17

SLB/mb  
Enclosures  
cc: Kenneth Woods

MILLER WALTON (1901-1987)  
WILLIAM C. LANTAFF (1913-1970)  
JURGEN C. SCHRÖEDER (1907-1995)  
SAMUEL CARSON (1912-1997)  
FILED  
SEP - 6 AM 10:00  
TALLAHASSEE, FLORIDA  
1000033571--0  
-09/08/00-01071-007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
00 SEP - 6 AM 10: 00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AIR MANAGEMENT SYSTEMS, INC.  
(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

1. VI (pursuant to the unanimous written consent agreement attached hereto).
2. VII (pursuant to the unanimous written consent agreement attached hereto).

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: July 13, 2000

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

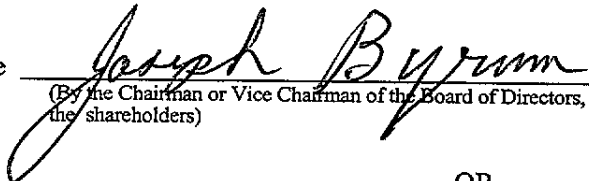
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group"

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 17th day of August 2000

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Joseph Byrum

Typed or printed name

Chairman

Title

**UNANIMOUS WRITTEN CONSENT OF  
THE SOLE SHAREHOLDER  
OF  
AIR MANAGEMENT SYSTEMS, INC.**

The undersigned, AMSI Holding Corporation, being the sole shareholder of AIR MANAGEMENT SYSTEMS INC., a Florida corporation (the "Corporation"), acting pursuant to the Florida General Corporation Law, by unanimous written consent in lieu of a meeting, as evidenced by the signature set forth below, hereby adopts the following resolutions and agrees that adoption of such resolutions shall be valid and with the same effect as though such resolutions had been adopted at a meeting of the Board of Directors, duly called and held:

**NOW THEREFORE, BE IT RESOLVED**, that effective as of July 13, 2000, the following individual be and he is hereby elected by AMSI Holding Corporation to serve as the sole director of the Board until his successor(s) are duly elected and qualified:

Joseph Byrum

IN WITNESS WHEREOF, the undersigned sole shareholder of the Corporation, by its duly elected officer, has executed this unanimous written consent as of the date set forth below.

AMSI HOLDING CORPORATION

By: Joseph Byrum  
Joseph Byrum, Chairman

July 13, 2000

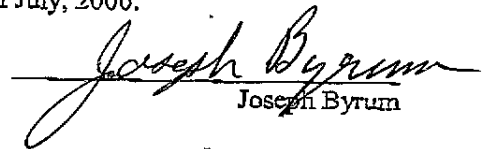
**UNANIMOUS WRITTEN CONSENT OF  
THE SOLE DIRECTOR  
OF  
AIR MANAGEMENT SYSTEMS, INC.**

The undersigned, being the sole Director of AIR MANAGEMENT SYSTEMS, INC., a Florida corporation (the "Corporation"), acting pursuant to Florida General Corporation Law, by unanimous written consent in lieu of a meeting, as evidenced by the signature set forth below, hereby adopts the following resolutions and agrees that adoption of such resolutions shall be valid and with the same effect as though such resolutions had been adopted at a meeting of the Board of Directors, duly called and held:

**NOW THEREFORE, BE IT RESOLVED**, that, effective as of July 13, 2000, the following persons are elected as officers of the Company to the positions set forth opposite their names, each to hold such office until his/her successor is duly elected and qualified or until his/her earlier resignation or removal:

<u>Name</u>	<u>Office</u>
Kenneth Woods	President
James Meyer	Treasurer & Assistant Secretary
M. Ellen Moffett	Secretary

**IN WITNESS WHEREOF**, the undersigned, constituting the sole Director of the Corporation, has executed this unanimous written consent as of this 13th day of July, 2000.

  
Joseph Byrum